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Attorneys for Defendant, Luxco, Inc.

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

| | | |
|-------------------------|---|-------------------|
| PERNOD RICARD USA, LLC, |) | |
| |) | |
| Plaintiff |) | |
| |) | |
| v. |) | 10 Civ 1567 (PAC) |
| |) | |
| LUXCO, INC., |) | |
| |) | |
| Defendant |) | |
| |) | |

**AFFIRMATION OF PHILIPPE ZIMMERMAN IN
SUPPORT OF MOTION TO DISMISS THE COMPLAINT**

PHILLIPE ZIMMERMAN, an attorney admitted to practice before the Courts of the State of New York, affirms the following to be true under penalty of perjury:

1. I am a partner of Moses & Singer LLP, co-counsel for Defendant Luxco, Inc. (“Luxco”), in the above-referenced matter. I am fully familiar with the matters set forth herein

and respectfully submit this affidavit in support of Defendant Luxco, Inc.'s Motion to Dismiss the Amended Complaint (the "Motion").

2. On or about October 14, 2010, Plaintiff, Pernod Ricard USA, LLC ("Plaintiff"), filed an Amended Complaint. (Dkt. 7). A true and accurate copy of the Amended Complaint is annexed hereto as Exhibit 1.

3. On December 30, 2010, on behalf of Luxco, I wrote the Court a letter requesting a pre-motion conference in connection with Luxco's anticipated motion to dismiss the Amended Complaint. A true and accurate copy of the letter is annexed hereto as Exhibit 2.

4. On January 4, 2011, Plaintiff, by its attorney, David H. Bernstein of Debevoise & Plimpton LLC, responded to my letter. A true and accurate copy of Plaintiff's letter is annexed hereto as Exhibit 3.

5. On January 11, 2011, the Court held a pre-motion conference concerning Luxco's contemplated motion.

6. At the conference, a briefing schedule was agreed upon in connection with Luxco's contemplated motion to dismiss pursuant to Fed. R. Civ. P. 12(b)(6).

Dated: New York, New York
January 21, 2011

/s/
PHILIPPE ZIMMERMAN